

**THE DEBTORS' THIRTY-SEVENTH OMNIBUS OBJECTION TO CLAIMS SEEKS TO RECLASSIFY CERTAIN FILED PROOFS OF CLAIM. PARTIES RECEIVING THIS NOTICE SHOULD REVIEW THE OBJECTION TO DETERMINE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OBJECTION AND/OR THE EXHIBIT ATTACHED THERETO TO DETERMINE WHETHER THE OBJECTION AFFECTS THEIR CLAIM(S).**

**IF YOU HAVE QUESTIONS, PLEASE CONTACT  
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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	<b>: Chapter 11</b>
	<b>: </b>
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	<b>: Case No. 18-23538 (RDD)</b>
	<b>: </b>
<b>Debtors.<sup>1</sup></b>	<b>: (Jointly Administered)</b>
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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

**NOTICE OF HEARING ON DEBTORS' THIRTY-SEVENTH OMNIBUS OBJECTION TO  
PROOFS OF CLAIM (RECLASSIFYING CLAIMS)**

PLEASE TAKE NOTICE that, on October 19, 2021, Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) filed the *Debtors’ Thirty-Seventh Omnibus Objection to Proofs of Claim (Reclassifying Claims)* (the “**Objection**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

PLEASE TAKE FURTHER NOTICE that the Objection requests that the Bankruptcy Court reclassify as general unsecured claims the claims associated with the proofs of claim listed on **Exhibit A** annexed hereto (the “**Proofs of Claim**” or “**Claims**”), on the ground(s) that such Claim(s) does not have a valid security interest in the property of the Debtors’ estates or does not otherwise satisfy the requirements for administrative expense priority under section 503(b) of the Bankruptcy Code or other statutory priority under section 507(a) of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that the *Court-Ordered Claims Hearing Procedures* (the “**Claims Hearing Procedures**”), annexed hereto as **Exhibit B**, shall apply and govern the Objection. The Claims Hearing Procedures provide for certain mandatory actions by claimants (each, a “**Claimant**” and collectively, the “**Claimants**”) within certain time periods. Therefore, please review the Claims Hearing Procedures carefully. Failure to comply with the Claims Hearing Procedures may result in the reclassification of a Proof of Claim without further notice to the applicable Claimant(s).

PLEASE TAKE FURTHER NOTICE that, if Claimant does NOT oppose the relief requested, then Claimant does NOT need to file a written response (the “**Response**”) to the Objection and Claimant does NOT need to appear at the Hearing (as defined herein).

PLEASE TAKE FURTHER NOTICE that, if Claimant DOES oppose the relief requested, then Claimant MUST file with the Bankruptcy Court and serve on the parties listed below a Response to the Objection, so as to be filed and received by no later than **November 2, 2021, at 4:00 p.m. (Prevailing Eastern Time)** (the “**Response Deadline**”).

PLEASE TAKE FURTHER NOTICE that Response(s) to the Objection, if any, must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and shall be filed with the Bankruptcy Court (i) by attorneys practicing in the Bankruptcy Court, including attorneys admitted *pro hac vice*, electronically in accordance with General Order M-399 (which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)), and (ii) by all other parties-in-interest, on a CD-ROM, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”), so as to be filed with the Bankruptcy Court and received by the parties listed below by or before the Response Deadline.

PLEASE TAKE FURTHER NOTICE that Response(s) to the Objection, if any, must contain, at a minimum, the following: (i) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number and the title of the Objection to which the Response is directed; (ii) the name of the Claimant and description of the basis for the amount of the Proof of Claim; (iii) a concise statement setting forth the reasons why the Disputed Claim should not be reclassified for the

reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which Claimant will rely in opposing the Objection; (iv) all documentation or other evidence of the Proof of Claim, to the extent not included with the Proof of Claim previously filed with the Bankruptcy Court, upon which Claimant will rely in opposing the Objection; (v) the address(es) to which the Debtors must return any reply to Claimant's Response, if different from that presented in the applicable Proof of Claim; and (vi) the name, address, and telephone number of the person (which may be Claimant or Claimant's designated legal representative) possessing ultimate authority to reconcile, settle, or otherwise resolve the Proof of Claim on Claimant's behalf.

**PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court will consider a Response only if the Response is timely filed, served, and received in accordance with the Amended Case Management Order and the procedures set forth herein. A Response will be deemed timely filed, served, and received only if the original Response is actually received on or before the Response Deadline by (i) the chambers of the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601; (ii) Weil, Gotshal, & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, Esq., Jacqueline Marcus, Esq., Garrett A. Fail, Esq., and Sunny Singh, Esq.), attorneys for the Debtors; and (iii) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036 (Attn: Philip C. Dublin, Esq., Ira Dizengoff, Esq., and Sara Lynne Brauner, Esq.), attorneys for the Official Committee of Unsecured Creditors appointed in these cases.

**PLEASE TAKE FURTHER NOTICE** that, except as otherwise permitted under the Claims Hearing Procedures, a hearing to consider the Objection will be held before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, on **November 10, 2021 at 10:00 a.m. (Prevailing Eastern Time)** (the "**Hearing**"). If Claimant files a Response to the Objection, Claimant should plan to appear at the Hearing. The Debtors, however, reserve the right to continue the Hearing on the Objection with respect to the Proof(s) of Claim that are the subject of such Response. If the Debtors do continue the Hearing with respect to such Proof(s) of Claim, then the Hearing on the Objection with respect to such Proof(s) of Claim will be held at a later date. If the Debtors do not continue the Hearing with respect to such Proof(s) of Claim, then a Hearing on the Objection will be conducted on the above date.

**PLEASE TAKE FURTHER NOTICE** that if Claimant does not timely file and serve a Response to the Objection with respect to the Claims listed on **Exhibit A** hereto, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed as **Exhibit B** to the Objection, which order may be entered without further notice or opportunity to be heard.

**PLEASE TAKE FURTHER NOTICE** that the Debtors retain the right to object on other grounds to the Proof(s) of Claim (or to any other Proof(s) of Claim Claimant may have filed) at a later date. Claimant will receive a separate notice of any such objection(s).

**PLEASE TAKE FURTHER NOTICE** that Claimant may participate in the Hearing telephonically, provided Claimant complies with the Bankruptcy Court's instructions (including, without limitation, providing prior written notice to counsel for the Debtors and any statutory committee), which can be found on the Bankruptcy Court's website at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov).

**PLEASE TAKE FURTHER NOTICE** that, if any Claimant wishes to view the complete Objection, such Claimant can do so for free at <https://restructuring.primeclerk.com/sears>. **Claimants should not contact the Clerk of the Bankruptcy Court to discuss the merits of their Proof(s) of Claim.**

Dated: October 19, 2021  
New York, New York

*/s/ Garrett A. Fail*

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**Exhibit A**

**Disputed Claims**

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
1.	A&GS CONTRACTOR INC	12634
2.	A-1 FIXIT SHOP	11466
3.	ABRAMS, LAKISHA V.	14488
4.	ABREU, CECILIA	12791
5.	ABREU, CECILIA	13371
6.	ADAMO, CARA B	9433
7.	AGUILAR, DIANA	11078
8.	AGUINAGA, JOHNNY A	18851
9.	AIKINS, SCOTT RICHARD	20310
10.	ALBRIGHT, TARA CHAUNISE	776
11.	ALLEN, JOANESE R	16033
12.	ALLISON MATTIE L	10352
13.	ALOHILANI ORCHIDS, INC.	2362
14.	AMERICA'S FRESH FOODS, INC.	6067
15.	AMIAR, ABDELHAMID	18998
16.	ANDERSON, MARJORIE	14272
17.	ANDERSON, STACY	9843
18.	ANDERSON, SYLVIA	13788
19.	ANDREWS , JAMES E	16089
20.	ANTHONY, DORCAS D	15146
21.	ANTOINE, WEDY	6293
22.	ARELLANO, CASSANDRA	10310
23.	ARISPE, DORA A	15117
24.	ARIZPE, MARIA A	10490
25.	ARNOLD, GARY R	10578
26.	ASUELO, MARCIAL	14792
27.	ASUELO, MARCIAL	14410
28.	AUER, JOANN	18565
29.	BADDING, DORIS	15609
30.	BALOCAN, CORA	17630
31.	BARNES, HORACE	10670
32.	BARNES, UNA D	19627
33.	BARTON, SOPHIA A	12569
34.	BATEMAN, NAJAH	18439
35.	BEAM, JAMES A	9400
36.	BEEBE, ELIZABETH M	11657
37.	BELLO, SHAKIRUDEEN	10266
38.	BERGER, KIMBERLY N	19767
39.	BERTA, CINDY L	12945
40.	BETTS, RYAN R.	14695
41.	BISHOP, CHERYL	8963
42.	BLK PROPERTY VENTURES, LLC	17679
43.	BLUMBERG, MICHAEL	9319
44.	BOCANEGRA, JIMMY	8364
45.	BOCANEGRA, JIMMY	8409
46.	BOCANEGRA, JIMMY	8709
47.	BOCANEGRA, JIMMY	8880
48.	BOS, DANA E	15788
49.	BOS, DIANA	4763
50.	BRACKIN, ALICE B	11020
51.	BRADLEY, SUSAN KAY	11841
52.	BRADSHAW WESTWOOD TRUST	16451
53.	BRANTLEY, MARJORIE	10390
54.	BRESCH, JAMES E.	20084
55.	BRESCHER, JAMIE	12568
56.	BREWER, SHEILA	9546
57.	BROADNAX , JACQUELINE D	13627
58.	BRONSON, MARISSA A	8957
59.	BROOKINS SR, LORNE	9860
60.	BROWNE, MARILYN	19055
61.	BRUNSTING, BLAIR	4518
62.	BURNS, AMY	9100

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
63.	BUTI, JUDITH L.	21621
64.	BV USA ENTERPRISES INC	2060
65.	BV USA ENTERPRISES INC.	294
66.	BV USA ENTERPRISES INC.	297
67.	BYRD, JUREEM K	12681
68.	CAITO FOODS, LLC	12395
69.	CALI CHIC	11037
70.	CALN TOWNSHIP	9622
71.	CALVIN, ANTHONY	8966
72.	CAMPBELL, CHRISTOPHER M	10633
73.	CANAS, ESTHER M.	13588
74.	CAPITAL BUILDING SERVICES GROUP, INC	17587
75.	CAPITAL BUILDING SERVICES GROUP, INC	18327
76.	CAPITAL BUILDING SERVICES GROUP, INC	18726
77.	CAPITAL BUILDING SERVICES GROUP, INC.	18081
78.	CAPITAL BUILDING SERVICES GROUP, INC.	18090
79.	CARBALLO, MANUELITA	15256
80.	CARIBBEAN LOTTERY SERVICES	3595
81.	CAROL, NAUD	11294
82.	CARTER, WILLIAM	12737
83.	CEVASCO, CLARA L.	11293
84.	CHANNEY, JUWAN	19986
85.	CHAPMAN, DEBRA	14779
86.	CHAVEZ, OMAR	13504
87.	CHERRY, JADA	13939
88.	CHILES, JUANITA H	19086
89.	CHIN, KARL A	17914
90.	CITY OF BREA	18059
91.	CITY OF DOWNEY	20252
92.	CITY OF ESCONDIDO	19552
93.	CITY OF GRAYLING	6489
94.	CITY OF LOS ANGELES, OFFICE OF FINANCE	19913
95.	CITY OF SANTA CLARITA	17939
96.	CLARK, IESHIA N	11979
97.	CLARK, SEAN	10634
98.	CMM, LLC	17906
99.	COBARRUBIAS, ANTONIA	7875
100.	COHEN , MICHAEL A	11993
101.	COHEN PATRICIA B	12178
102.	COLEMAN, MONTEZ	19503
103.	COLMENARES, EUFROSINA	3169
104.	COMERATE, SR., DOMINIC JOHN	4577
105.	COMSTOCK, KENNETH	13518
106.	CONNECTICUT NATURAL GAS CORPORATION	6607
107.	CONTI, BIAGIO	19151
108.	CONTINENTAL 51 FUND LIMITED PARTNERSHIP, A WISCONSIN LIMITED PARTNERSHIP	13168
109.	CORBETT, MADISON	15099
110.	CORBIN, SARAH	2466
111.	COUNTEE, LINDA C	10713
112.	COWARD, EVELYN	18838
113.	CRAFTS, JOHN M	14216
114.	CRAMER, TAMMY	9094
115.	CRAW, DEWEY A	13213
116.	CRUZ, ROSIE V	18683
117.	CULLITON, ANDREA M	11451
118.	D'AMBROSIO, MICHAEL	19143
119.	DANIEL, SHIRLEY	17671
120.	DANIELS, DOUGLAS P	18592
121.	DAVENPORT, JONATHAN DANIEL	1727
122.	DAVIES, CHRISTOPHER	18540
123.	DAVIS, CAROL B	14015
124.	DAVIS, KIMBERLY R	18931

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
125.	DAVIS, STEVEN E	5996
126.	DEAL, LUCILLE H	26152
127.	DEMARACO, JENNIFER	19299
128.	DENNIS, BEVERLY	20279
129.	DESAI, KAMLESH R	17229
130.	DEVORE, ALICIA A.	9786
131.	DI CICCIO, THOMAS	12065
132.	DIAZ JIMENEZ, JAVIER	18623
133.	DICKENSON, INGRID	14910
134.	DIFEBO, REBECCA L	12198
135.	DOHMAN, AMIE L	16354
136.	DOLLUS, GUITA	9685
137.	DONALD, BRITTON	10058
138.	DOOLEY, CARRIE R	11048
139.	DUCKSWORTH, CORDERO	15079
140.	DUCUSIN, ROWENA R	2206
141.	DULING, REVELLE T	10099
142.	DUNN, CAROL A	9921
143.	DUNN, LETISHA	18936
144.	DURHAM SUPPLY INC.	8434
145.	DURMMOND, DELOIS	19176
146.	EARNEST, SUSAN	14785
147.	EARNESTY, MISTY D	13714
148.	EDMONDS, JEROME C	17166
149.	EDWARDS, SIDNEY C	9438
150.	EJAZ, SUE L	14550
151.	ELDER, SARA E	16530
152.	EPIC DESIGNERS LIMITED	5961
153.	ESPINOZA, HECTOR	8622
154.	EVANS, DEBORAH L	6011
155.	FABER, CHARLES	10736
156.	FARTINI, MICHAEL	13396
157.	FATHI AZZALARAB LLC	17674
158.	FAVALE, JOSEPH	10237
159.	FENSTER, JOVI Z	11726
160.	FERGUSON, LAQUANDA	19118
161.	FERRAN, TIMOTHY ALAN	9077
162.	FERRI, LORRAINE M	10811
163.	FIDEL, BENARD	13556
164.	FIFERLICK, DAWN K	10013
165.	FLYNN, DENNIS	10765
166.	FORMAN, DARYLE	11386
167.	FORT COLLINS UTILITIES	19994
168.	FOX, CLARK L	3895
169.	FRANCIS, MILDRED	11762
170.	FRANCO MANUFACTURING CO., INC.	6912
171.	FRATRICH, STEPHEN J	11389
172.	FREDERICK HART CO. INC.	1619
173.	FREDERICK HART INC. DBA	1203
174.	FREDRICK, LINDA	18563
175.	FRED'S SMALL ENGINE REPAIR	11446
176.	FUELLING, TERRY	8302
177.	GABERT, JUDITH A	13135
178.	GARCIA, MARIA	6124
179.	GARTNER, JONATHAN C	13808
180.	GARVEN, EDWINA D	10538
181.	GATOR OESTE OWNER, LLC	7798
182.	GEARY, ELIZABETH S	10131
183.	GENERAL INTERNATIONAL POWER PRODUCTS, LLC	1751
184.	GEOG, CLINTON J	1713
185.	GILHUYS, MARSHA	11660
186.	GILLETTE, JEFFREY R	12239



**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
187.	GLASSER-SCHWARTZ INVEST P/S PLAN	12131
188.	GODFREY, ANDREW C	11767
189.	GODFREY, ANDREW CARL	4932
190.	GOEHL, LAWANA R	11763
191.	GOKALDAS EXPORTS LTD.	20155
192.	GOLAY, LYNETTE R	14771
193.	GONZALEZ , MARTIN	13273
194.	GONZALEZ, ANA Y	19347
195.	GONZALEZ, HECTOR L.	18372
196.	GOODY PRODUCTS, SUBSIDIARY OF NEWELL BRANDS, INC.	6714
197.	GORIN, TRECI S	17721
198.	GRAFFEO, NICHOLAS	19092
199.	GREEN, CHAD E	19602
200.	GREEN, GEOFFREY K.	6261
201.	GREEN, SCOTT M	11994
202.	GREENUP, PAULA	16521
203.	GREER III, RUSSELL T	2330
204.	GREESON, JILLIAN J	18892
205.	GRIEGO, LORETTA S	9598
206.	GROGNO, HEIDI I	10595
207.	GROOME, DAVID A	10863
208.	GROUPON, INC.	14912
209.	GUERRA, JEAN M	13822
210.	GUTIERREZ, MIGUEL VARGAS	16363
211.	GUTIERREZ, RODRIGO A	19149
212.	GWENDOLYN, DAVIS	20265
213.	HAGEN, SARRA J	10403
214.	HAHN, CRAIG A	11014
215.	HALL, CAROLE A	12340
216.	HALL, REBECCA R	15002
217.	HALTER, SYLVIA	18880
218.	HAMEL, ALAN R	2257
219.	HAMILTON, JEFFREY	9537
220.	HAMM, MICHAEL	15066
221.	HAMMOCK, DONALD M	1980
222.	HAMOCK, DONALD M	9464
223.	HANESWORTH, DANIEL J	8126
224.	HARDING, EDWA	11971
225.	HAYES, ATISA	4390
226.	HEIVILIN, DEBRA J	10600
227.	HELMS, RODNEY E	5451
228.	HERNANDEZ, JOSE	17995
229.	HOAGLAND, AARON L	17066
230.	HOFMANN, JOSEPH A	13187
231.	HOLGUIN, SYLVIA	13245
232.	HOLLOWAY, FELICIA	9203
233.	HOLMES, CAROL	10437
234.	HONEYCUTT, AMY L	18914
235.	HORACIO, FURLONG	11964
236.	HOWARD, SANDRA	18860
237.	HUDAK, TRAVIS	2311
238.	HUDDLESTON, RAMONA	8572
239.	HUGHES, ALEXIS D	19673
240.	HULETT, IRENE C.	7669
241.	HULL, GRAYSON S.	14196
242.	HULL, GRAYSON S.	14284
243.	HYANNIS WATER SYSTEM	8133
244.	ILCO SITE REMEDIATION GROUP	15964
245.	ILLINOIS SCHOOL DISTRICT U-46	19977
246.	INGRAM, ASHLEY C	12601
247.	INTERNATIONAL DISTRIBUTORS DBA / SUMMIT INTERNATIONAL	20300
248.	ISOM, THOMAS	17400

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
249.	JACKSON, STEPHEN C.	6287
250.	JACKSON, WENDY	26480
251.	JACKSON, YVONNE	18617
252.	JACQUETEE, HENRY	20135
253.	JASPER MUNICIPAL UTILITIES	10311
254.	JAURE, NICOLE	19460
255.	JENNINGS, MICHELE L	15826
256.	JOHN E NEWMAN / GEORGETOWN PROPERTIES C/O JL & JE NEWMAN SL & ST NEWMAN	19414
257.	JOHNSON JEANNE	9769
258.	JOHNSON, CASEY	12523
259.	JOHNSON, KELLY L	15570
260.	JOHNSON, MAJOR W.	14700
261.	JOHNSON, MARILYN E	14549
262.	JOHNSON, VICKI M	16491
263.	JOHNSON, ZENOBIA L.	14352
264.	JONES, BETTY J	11593
265.	JONES, MARDAY KAY	17163
266.	JONES, VINCENT L.	12575
267.	KAPPAROS, SANDY P	18976
268.	KAROOIANNIS, CHRISTINA I	19009
269.	KASPARIAN, LAUREEN A.	14480
270.	KASSNER, RACHEL A	11065
271.	KEENS SERVICES, INC.	9154
272.	KELLER, ROSEMARIE ELIZABETH	22578
273.	KELLUM, KIERRA A	12255
274.	KELLY, PEGGY	20515
275.	KEPAA, FAITH	12606
276.	KESSLER, JOAN	11950
277.	KILLINGER, FRED R	18774
278.	KOCANDA, CANDICE T	19678
279.	KOLLARIK CATHERINE L	9528
280.	KRISS, JANE	10586
281.	KRUSZEWSKI , FRANK M	11770
282.	KUNKEL SHARON M	13608
283.	LAGUATAN, ROXANNE S.	5410
284.	LAHEY, TIMOTHY P	10727
285.	LAM, CORNELL K	10771
286.	LANKFORD, DARYL G	11972
287.	LAPAS, ANNETTE	15093
288.	LAVALLEY, ALBERT	10534
289.	LAVRINOVICH YELENA	11675
290.	LAWSON, LINDA P	13700
291.	LECHNER, JAMES HAK SEON	12019
292.	LEDFORD, TESLA A	19644
293.	LEE, CHRISTOPHER B	2790
294.	LEE, VELVA	18784
295.	LENNOX, TIMOTHY ALLEN	17519
296.	LEVIN, EDGAR	9401
297.	LIBERTY MUTUAL INSURANCE COMPANY	14918
298.	LIRANZO, CARLOS A.	2846
299.	LISSER, ALEKSANDR	15076
300.	LOPEZ, JESSE	20329
301.	LOPEZ, SANDRA L	13687
302.	LOSCH, NANCY L.	18227
303.	LOURDES TAMONDONG	20558
304.	LU, XIAOCHANG	107
305.	MACAULAY, TERRY AND KEVIN	15580
306.	MACIAS KRISTINA J	9696
307.	MADISON SUBURBAN UTILITY DIST	12002
308.	MADISON SUBURBAN UTILITY DIST	12006
309.	MADISON SUBURBAN UTILITY DIST	12076
310.	MADISON SUBURBAN UTILITY DIST	12082

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
311.	MAHONEY, LUCY	10436
312.	MALEK, BARBARA J	12305
313.	MANCERA, JOSE E	17224
314.	MANGA MANUEL E	10371
315.	MANGIA-CUMMINGS, SUZZANN	26443
316.	MARIA DEL CONSUELO AVALOS DE GAYTAN	11324
317.	MARK PLAZA FIFTY L.P.	17340
318.	MARTIN, FLOR S	18911
319.	MARTIN, TAMESIA M	18764
320.	MARTINEZ, BELINDA	1997
321.	MARTINEZ, MARIA	18567
322.	MASTALERZ, ELLEN T	17079
323.	MATHISEN OPTOMETRY	19246
324.	MATIAS, ROBERTO	10394
325.	MCCAFFERY, DARLENE	3331
326.	MCCAMMITT, ROB L	9777
327.	MCCARSON, KIMBERLY	3082
328.	MCCARSON, KIMBERLY	9651
329.	MCGOWIN, JAY M	9001
330.	MCINTOSH, JULIE L.	12984
331.	MCINTOSH, TARA L	14821
332.	MCNEAL, SHEAKILA	13902
333.	MCNEELA, STEPHEN J	10698
334.	MCS HEMET VALLEY CENTER LLC	16308
335.	MEADORS, SAGE B	12212
336.	MEIXNER, RONALD J	2499
337.	MEJIA, ANGELICA M	16945
338.	MELLAS, CHARLES EDWARD	4686
339.	MERCADO, MARITZA	18844
340.	MERVIN, JAMES A	22593
341.	MIAMI-DADE COUNTY - RER-DERM	8425
342.	MIAMI-DADE COUNTY-DERM	8456
343.	MICKENS, ERRICA	15701
344.	MILLER, ANDREW	13549
345.	MILLS, WILLIE A	10972
346.	MITCHELL, SHANNON H.	23212
347.	MOBIN, MOHAMMAD	15053
348.	MONGE, ANA	19813
349.	MONROE , RICHARD	12175
350.	MOODY, SCHNEAKA	11999
351.	MOORE, JAN	13303
352.	MORGAN, JEFF E.	2799
353.	MORRIS, RUBY	26505
354.	MORRIS, STEVEN D.	9235
355.	MORROW, SANDRA	9441
356.	MOSSO, RONALD T.	12825
357.	MP HOLDINGS, LLC	19628
358.	MUELLER, KATHLEEN P	1966
359.	MURPHY, DARLENE	13612
360.	MUSSELMAN, THOMAS A	11722
361.	NAKAHARA, CATHERINE	17366
362.	NAVARRO, OSCAR	19388
363.	NDUNYU, MARTIN	8615
364.	NELSON, BRIAN L	7621
365.	NELSON, NELECIA	16742
366.	NELSON, WILLIE L	18628
367.	NEWAY INTERNATIONAL INC	11431
368.	NORTHWOODS SHOPPING CENTER, LLC	13355
369.	NY COMMUNITY FINANCIAL LLC	11027
370.	OESTREICH, EVAN R	17240
371.	OKAZAKI, MILTON F.	13336
372.	OLOF, LIDEN	10502

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
373.	ORNELAS, SYLVIA	20384
374.	OWENS, LORETTA	18760
375.	PACHECO, DONAJI	17118
376.	PAGE, KATRINA A	10792
377.	PAGONE, ELAINE	4912
378.	PARAGON CENTER, LLC	15762
379.	PARKE, STARR L	18211
380.	PARKS, ANTHONY J	11033
381.	PARKS, ANTHONY J.	11115
382.	PASTRANA, PEDRO J	20278
383.	PATTERSON, SHAWN	17647
384.	PEREZ ALMODOVAR, JOSE G	18855
385.	PEREZ, ROSARIO EDITH	6076
386.	PERLIK, CHERI	9037
387.	PERU K-M COMPANY, LLC	14851
388.	PICKNER, NANCY	13740
389.	POLISE, CONCETTA	6137
390.	POWELL, TANYA	14315
391.	PR FINANCING LIMITED PARTNERSHIP (FRANCIS SCOTT KEY)	19566
392.	PREMIER PRODUCTS LLC	10724
393.	PREUDHOMME, WENDY A	18192
394.	PRICE, HILISHA	18064
395.	RAINES, DANIELLE	18743
396.	RALOWSKI, MARY	10577
397.	RAMER MICHAEL L	11754
398.	RAMIREZ, NAYELI	15149
399.	RASCHE, SHANE	18697
400.	RELIFORD, ERMA	12282
401.	RHEAULT, STEVEN R	11498
402.	RHODE ISLAND TEXTILE CO	6674
403.	RICHARDSON CARLISLE, FLORENCE A.	22399
404.	RICHTER, SABRINA	12631
405.	RIVARD, ANDRE A	14461
406.	ROBERTSON, PIA	18095
407.	ROCKETT, DELLAREESE	14580
408.	RODRIGUEZ, RONALD G	11687
409.	ROGAL, ELIZABETH	10430
410.	ROGERS, DORIS	20147
411.	ROTH, JEFFREY E	10971
412.	ROUNDS, SHARON	16045
413.	ROUSSET, RUBEN	12633
414.	ROVETO, DIANE	10450
415.	RURAL KING REALTY, LLC	20191
416.	RURAL KING REALTY, LLC	20192
417.	RURAL KING REALTY, LLC	20198
418.	RURAL KING REALTY, LLC	20199
419.	RUSNAK, ROXANE N	14732
420.	RUTKOWSKI, JENNIFER M	14528
421.	SABOL, PAULA R	15789
422.	SACCO, ZAHILIA	13026
423.	SALAHUDDIN, SHAIFAH	16344
424.	SALAHUDDIN, SHAIFAH	16477
425.	SALAZAR, MARTHA	14212
426.	SANCHEZ, MERCEDES	19828
427.	SANDERS, VERNAIL C	19275
428.	SANTIAGO BRENDA	11251
429.	SAUER, ROLAND R	6514
430.	SHELL, DEBRA K	11639
431.	SCHMIDT, CHERYL D	15832
432.	SCHOGGINS, WENDY LARSON	5580
433.	SCHUMAN, LINDA	19632
434.	SCOTT HOBSON, TRUSTEE OF SCOTT HOBSON REVOCABLE TRUST	12755

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
435.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17559
436.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17697
437.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17922
438.	SECCO SHIRLEY A	13399
439.	SECCO, SHIRLEY A	14863
440.	SERRANO-ALATORRE, IRMA Y	15123
441.	SHINE NISHA	19539
442.	SHUSTER, DOUG	20274
443.	SIMPSON, CAMBRIA	14387
444.	WATKINS, CONYUS A	9084
445.	WAY STREET LLC	14458
446.	WEAKLEY, SARAH	8986
447.	WHITEMAK ASSOCIATES, A PENNSYLVANIA LIMITED PARTNERSHIP	13234
448.	WIEDEMANN, LINDA D	13131
449.	WIENM PROPERTIES	12516
450.	WILEY, ALAN	15735
451.	WILLETT, CHRISTOPHER J	18429
452.	WILLIAMS, DORIS	10572
453.	WILLIAMS, JOSEPH	8619
454.	WILLIAMS, MARJORIE	26439
455.	WOOD, DAVID DONALD	9765
456.	WRIGHT, MARQUELLA	15813

**Exhibit B**

**Claims Hearing Procedures**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X		
In re	:	Chapter 11
	:	
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	:	Case No. 18-23538 (RDD)
	:	
Debtors. <sup>1</sup>	:	(Jointly Administered)
----- X		

**COURT-ORDERED CLAIMS HEARING PROCEDURES**

The claims hearing procedures (the “**Claims Hearing Procedures**”) described herein have been ordered by the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) to apply to the Chapter 11 cases of the Sears Holdings Corporation and its affiliated debtors (collectively, the “**Debtors**”).

**Claims Hearing Procedures**

1. Pursuant to the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”), the Bankruptcy Court established periodic omnibus hearings (the “**Omnibus Hearings**”) in these Chapter 11 cases. The Debtors shall schedule the return date for claims objections, omnibus or otherwise, for hearing at Omnibus Hearings or other hearings the Debtors may schedule with the Bankruptcy Court.
2. The Bankruptcy Court may enter an order at the scheduled hearing sustaining an objection to proofs of claim (each, a “**Proof of Claim**”) with respect to which no response (a “**Response**”) <sup>2</sup> is properly filed and served.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

<sup>2</sup> Any information submitted in connection with a Proof of Claim shall be part of the record with respect to the relevant Claim, and any such information already submitted need not be resubmitted in connection with the Claims Hearing Procedures.

3. The hearing to consider an objection to Proofs of Claim as to which a Response is properly filed and served (each, a “**Contested Claim**”) shall be set for a contested hearing (each, a “**Claims Hearing**”) to be scheduled by the Debtors, in their sole discretion, as set forth herein. The Debtors may request that the Bankruptcy Court schedule Claims Hearings on the date and/or time of the Omnibus Hearings or at another date and time.
4. The Debtors shall schedule a Claims Hearing for a Contested Claim as follows:
  - (i) For a non-evidentiary hearing to address whether the Contested Claim has failed to state a claim against the Debtors which can be allowed and should be dismissed pursuant to Bankruptcy Rule 7012 (a “**Sufficiency Hearing**”), unless the Debtors serve the applicable claimant (the “**Claimant**”) with a Notice of Merits Hearing (as defined herein), the Sufficiency Hearing shall go forward at the return date set in accordance with paragraph 1 of these Claims Hearing Procedures. The legal standard of review that will be applied by the Bankruptcy Court at a Sufficiency Hearing will be equivalent to the standard applied by the Bankruptcy Court upon a motion to dismiss for failure to state a claim upon which relief can be granted.
  - (ii) For an evidentiary hearing on the merits of a Contested Claim (a “**Merits Hearing**”), the Debtors may, in their sole discretion, serve upon the relevant Claimant, by email or overnight delivery, with a copy to the Creditors’ Committee, and file with the Bankruptcy Court, a notice substantially in the form attached to the *Order Approving (I) Claims Objection Procedures, (II) Claims Settlement Procedures, and (III) Claims Hearing Procedures* (ECF No. 3014) as **Exhibit 2** (a “**Notice of Merits Hearing**”), at least thirty (30) calendar days prior to the date of such Merits Hearing. The rules and procedures applicable to such Merits Hearing will be set forth in any scheduling order issued by the Bankruptcy Court in connection therewith.
5. Discovery with respect to a Contested Claim will not be permitted until either: (i) the Bankruptcy Court has held a Sufficiency Hearing and determined that the Contested Claim states a claim that could be allowed and should not be dismissed pursuant to Bankruptcy Rule 7012; or (ii) the Debtors have served on the relevant Claimant a Notice of Merits Hearing with respect to the Contested Claim.
6. The Debtors may file and serve a reply (a “**Reply**”) to a Response no later than 4:00 p.m. (Prevailing Eastern Time) on the day that is at least two (2) business days prior to the date of the applicable hearing.
7. The Debtors, in their sole discretion, are authorized to further adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Bankruptcy Court and the Claimant.
8. **Sanctions.** The Bankruptcy Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the Claims Hearing Procedures.

BY ORDER OF THE BANKRUPTCY COURT



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and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
<b>In re</b>	<b>: Chapter 11</b>
	<b>: :</b>
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	<b>: Case No. 18-23538 (RDD)</b>
	<b>: :</b>
<b>Debtors.<sup>1</sup></b>	<b>: (Jointly Administered)</b>
-----X	

**DEBTORS' THIRTY-SEVENTH OMNIBUS OBJECTION TO PROOFS OF CLAIM  
(RECLASSIFYING CLAIMS)**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

**THIS OBJECTION SEEKS TO RECLASSIFY CERTAIN FILED PROOFS OF CLAIM. PARTIES SHOULD REVIEW THE OBJECTION TO DETERMINE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OBJECTION AND/OR THE EXHIBIT ATTACHED HERETO TO DETERMINE WHETHER THE OBJECTION AFFECTS THEIR CLAIM(S).**

**IF YOU HAVE QUESTIONS, PLEASE CONTACT DEBTORS' COUNSEL, DOMINIC A. LITZ, ESQ. AT (212) 310-8000.**

TO THE HONORABLE ROBERT D. DRAIN,  
UNITED STATES BANKRUPTCY JUDGE:

Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), respectfully represent as follows in support of this omnibus objection (the “**Objection**”):

**Background**

1. Beginning on October 15, 2018 (the “**Commencement Date**”) and continuing thereafter, each of the Debtors commenced with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) a voluntary case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On October 24, 2018, the United States Trustee for Region 2 appointed an official committee of unsecured creditors (the “**Creditors’ Committee**”). No trustee or examiner has been appointed in these chapter 11 cases.

3. The Debtors’ chapter 11 cases are being jointly administered for procedural purposes only pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

4. On February 8, 2019, the Bankruptcy Court entered the *Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer, (II) Authorizing the Sale of Certain of the Debtors’*

*Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts, and Leases in Connection Therewith and (IV) Granting Related Relief* (ECF No. 2507) (the “**Sale Order**”), pursuant to which the Debtors sold substantially all their assets to Transform HoldCo LLC (“**Transform**”).

5. On October 15, 2019, the Court confirmed the *Modified Second Amended Joint Chapter 11 Plan of Sears Holdings Corporation and Its Affiliated Debtors* (ECF No. 5370).

6. Additional information regarding the Debtors’ business, capital structure, and the circumstances leading to the commencement of these chapter 11 cases is set forth in the *Disclosure Statement for Second Amended joint Chapter 11 Plan of Sears Holdings Corporation and Its Affiliated Debtors* (the “**Disclosure Statement**”) (ECF No. 4390).<sup>2</sup>

### **Jurisdiction**

7. This Bankruptcy Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Bankruptcy Court pursuant to 28 U.S.C. §§ 1408 and 1409.

### **Relief Requested**

8. The Debtors file this Objection pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, seeking entry of an order reclassifying to general unsecured claims the asserted secured, administrative expense priority and other priority claims associated with the Proof of Claims listed on **Exhibit A** annexed hereto (collectively, the “**Disputed Claims**”).

9. The Debtors preserve their rights to later object to any Disputed Claim. This Objection does not constitute an admission or acknowledgement by the Debtors that any of the Disputed Claims should be allowed.

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Disclosure Statement.

10. The Debtors have examined each Disputed Claim, all documentation provided with respect to each Disputed Claim, and the Debtors' respective books and records, and have determined in each case the Disputed Claim asserts a claim against the Debtors that should be classified in its entirety as general unsecured. In each case, the claimant either provided no supporting documents establishing (i) entitlement to administrative expense priority under section 503(b) of the Bankruptcy Code, (ii) entitlement to other statutory priority under section 507(a) of the Bankruptcy Code or (iii) a valid security interest in the property of the Debtors' estates.

11. A proposed form of order granting the relief requested herein is annexed hereto as **Exhibit B** (the "Proposed Order").

### **The Disputed Claims Should Be Reclassified**

12. A filed proof of claim is "deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502(a). Upon an objection, the claimant has the burden to demonstrate the validity of the claim. *See Rozier v. Rescap Borrower Claims Tr. (In re Residential Capital, LLC)*, 15 Civ. 3248, 2016 WL 796860, at \*9 (S.D.N.Y. 2016); *In re Arcapita Bank B.S.C.(c)*, No. 12-11076 (SHL), 2013 WL 6141616, at \*1 (Bankr. S.D.N.Y. Nov. 21, 2013), *aff'd sub nom. In re Arcapita Bank B.S.C.(c)*, 508 B.R. 814, 817 (S.D.N.Y. 2014); *In re Motors Liquidation Co.*, No. 09-50026, 2012 WL 1886755, at \*3 (S.D.N.Y. May 12, 2012); *In re Oneida, Ltd.*, 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009), *aff'd*, No. 09 Civ. 2229 (DC), 2010 WL 234827, at \*5 (S.D.N.Y. Jan. 22, 2010); *In re Adelphia Commc'ns Corp.*, Ch. 11 Case No. 02-41729, 2007 Bankr. LEXIS 660, at \*15 (Bankr. S.D.N.Y. Feb. 20, 2007); *In re Rockefeller Ctr. Props.*, 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000).

13. Section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that "such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law." 11 U.S.C. § 502(b)(1).

14. In addition, a Claimant asserting an administrative expense claim priority bears the burden of establishing their entitlement to such priority. *See, e.g., In re Bethlehem Steel Corp.*, 479 F.3d

167, 172 (2d Cir. 2007) (“The burden of proving entitlement to priority payment as an administrative expense . . . rests with the party requesting it.”); *In re Drexel Burnham Lambert Grp. Inc.*, 134 B.R. 482, 489 (Bankr. S.D.N.Y. 1991) (“The burden of establishing entitlement to priority rests with the claimant and should only be granted under extraordinary circumstances, to wit, when the parties seeking priority have sustained their burden of demonstrating that their services are actual and necessary to preserve the estate.”) (quotation omitted).

15. Furthermore, a Claimant asserting other statutory priority under the Bankruptcy Code also bears the burden of establishing such priority. *See, e.g., In re Bethlehem Steel Corp.*, 479 F.3d 167, 172 (2d Cir. 2007) (“The burden of proving entitlement to priority payment . . . rests with the party requesting it.”); *In re Drexel Burnham Lambert Grp. Inc.*, 134 B.R. 482, 489 (Bankr. S.D.N.Y. 1991) (“The burden of establishing entitlement to priority rests with the claimant and should only be granted under extraordinary circumstances, to wit, when the parties seeking priority have sustained their burden of demonstrating that their services are actual and necessary to preserve the estate.”) (quotation omitted). Moreover, statutory priorities under the Bankruptcy Code are to be construed and awarded narrowly and consistent with the intent of the Bankruptcy Code. *See, e.g., Howard Delivery Serv. v. Zurich Am. Ins. Co.*, 547 U.S. 651, 667, 669 (2006) (noting the longstanding principle that administrative claims “must be tightly construed” to accomplish the Bankruptcy Code’s objective of equal distribution to creditors).

16. Similarly, if a creditor cannot demonstrate that its claim is secured by a valid, perfected lien or other security interest in property of the Debtors’ estates, it must follow that such claim is unsecured. *See, e.g., In re Dairy Mart Convenience Stores, Inc.*, 351 F.3d 86, 91 (2d Cir. 2003) (finding that a creditor that is a beneficiary of a letter of credit is only an unsecured creditor vis-à-vis the bankruptcy estate without a direct security interest); *In re WorldCom, Inc.*, 362 B.R. 96, 120 (Bankr. S.D.N.Y. 2007) (reclassifying a purportedly secured claim as unsecured because it was based on a lapsed lien). Such claims are routinely reclassified when the claim is not secured by a valid and properly perfected lien. *See In re Tops Holding II Corp.*, Case No. 18-22279 (RDD) (Bankr. SDNY, Jun. 26, 2019) (ECF No. 935)

(reducing/reclassifying claims to the extent not secured by a proper lien on property in which the estate has an interest); *In re Runway Liquidation Holdings, LLC*, Case No. 17-10466 (SCC) (Bankr. SDNY, May 16, 2018) (ECF No. 901) (same); *In re Cenveo, Inc.*, Case No. 18-22178 (RDD) (Bankr. SDNY, Jan. 18, 2019) (ECF No. 919) (same); *In re Aralez Pharmaceuticals US Inc.*, Case No. 18-12425 (MG) (Bankr. SDNY, Mar. 21, 2019) (ECF No. 590) (same).

17. As each of the Disputed Claims (i) does not establish that such claim is secured by a valid, perfected lien or other security interest in property of the Debtors' estates, (ii) does not satisfy the requirements for administrative expense priority under section 503(b), or (iii) does not satisfy the requirements for any other statutory priority under section 507(a), the Debtors seek entry of the Proposed Order reclassifying the Disputed Claims listed on **Exhibit A** to general unsecured claims.

#### **Reservation of Rights**

18. The Debtors hereby reserve the right to object in the future to any of the Disputed Claim subject to this Objection on any ground, and to amend, modify, and/or supplement this Objection to the extent an objection to a claim is not granted. A separate notice and hearing will be scheduled for any such objection.

#### **Notice**

19. Notice of this Objection has been provided in accordance with the procedures set forth in the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the "**Amended Case Management Order**"). The Debtors respectfully submit that no further notice is required.

20. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

*[Remainder of Page Intentionally Left Blank]*

WHEREFORE the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other and further relief as is just.

Dated: October 19, 2021  
New York, New York

*/s/ Garrett A. Fail*

---

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Garrett A. Fail

Sunny Singh

*Attorneys for Debtors  
and Debtors in Possession*

**Exhibit A**

**Schedule of Disputed Claims**



**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
1.	A&GS CONTRACTOR INC	12634
2.	A-1 FIXIT SHOP	11466
3.	ABRAMS, LAKISHA V.	14488
4.	ABREU, CECILIA	12791
5.	ABREU, CECILIA	13371
6.	ADAMO, CARA B	9433
7.	AGUILAR, DIANA	11078
8.	AGUINAGA, JOHNNY A	18851
9.	AIKINS, SCOTT RICHARD	20310
10.	ALBRIGHT, TARA CHAUNISE	776
11.	ALLEN, JOANESE R	16033
12.	ALLISON MATTIE L	10352
13.	ALOHILANI ORCHIDS, INC.	2362
14.	AMERICA'S FRESH FOODS, INC.	6067
15.	AMAR, ABDELHAMID	18998
16.	ANDERSON, MARJORIE	14272
17.	ANDERSON, STACY	9843
18.	ANDERSON, SYLVIA	13788
19.	ANDREWS , JAMES E	16089
20.	ANTHONY, DORCAS D	15146
21.	ANTOINE, WEDY	6293
22.	ARELLANO, CASSANDRA	10310
23.	ARISPE, DORA A	15117
24.	ARIZPE, MARIA A	10490
25.	ARNOLD, GARY R	10578
26.	ASUELO, MARCIAL	14792
27.	ASUELO, MARCIAL	14410
28.	AUER, JOANN	18565
29.	BADDING, DORIS	15609
30.	BALOCAN, CORA	17630
31.	BARNES, HORACE	10670
32.	BARNES, UNA D	19627
33.	BARTON, SOPHIA A	12569
34.	BATEMAN, NAJAH	18439
35.	BEAM, JAMES A	9400
36.	BEEBE, ELIZABETH M	11657
37.	BELLO, SHAKIRUDEEN	10266
38.	BERGER, KIMBERLY N	19767
39.	BERTA, CINDY L	12945
40.	BETTS, RYAN R.	14695
41.	BISHOP, CHERYL	8963
42.	BLK PROPERTY VENTURES, LLC	17679
43.	BLUMBERG, MICHAEL	9319
44.	BOCANEGRA, JIMMY	8364
45.	BOCANEGRA, JIMMY	8409
46.	BOCANEGRA, JIMMY	8709
47.	BOCANEGRA, JIMMY	8880
48.	BOS, DANA E	15788
49.	BOS, DIANA	4763
50.	BRACKIN, ALICE B	11020
51.	BRADLEY, SUSAN KAY	11841
52.	BRADSHAW WESTWOOD TRUST	16451
53.	BRANTLEY, MARJORIE	10390
54.	BRESCH, JAMES E.	20084
55.	BRESCHER, JAMIE	12568
56.	BREWER, SHEILA	9546
57.	BROADNAX , JACQUELINE D	13627
58.	BRONSON, MARISSA A	8957
59.	BROOKINS SR, LORNE	9860
60.	BROWNE, MARILYN	19055
61.	BRUNSTING, BLAIR	4518
62.	BURNS, AMY	9100

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
63.	BUTI, JUDITH L.	21621
64.	BV USA ENTERPRISES INC	2060
65.	BV USA ENTERPRISES INC.	294
66.	BV USA ENTERPRISES INC.	297
67.	BYRD, JUREEM K	12681
68.	CAITO FOODS, LLC	12395
69.	CALI CHIC	11037
70.	CALN TOWNSHIP	9622
71.	CALVIN, ANTHONY	8966
72.	CAMPBELL, CHRISTOPHER M	10633
73.	CANAS, ESTHER M.	13588
74.	CAPITAL BUILDING SERVICES GROUP, INC	17587
75.	CAPITAL BUILDING SERVICES GROUP, INC	18327
76.	CAPITAL BUILDING SERVICES GROUP, INC	18726
77.	CAPITAL BUILDING SERVICES GROUP, INC.	18081
78.	CAPITAL BUILDING SERVICES GROUP, INC.	18090
79.	CARBALLO, MANUELITA	15256
80.	CARIBBEAN LOTTERY SERVICES	3595
81.	CAROL, NAUD	11294
82.	CARTER, WILLIAM	12737
83.	CEVASCO, CLARA L.	11293
84.	CHANNEY, JUWAN	19986
85.	CHAPMAN, DEBRA	14779
86.	CHAVEZ, OMAR	13504
87.	CHERRY, JADA	13939
88.	CHILES, JUANITA H	19086
89.	CHIN, KARL A	17914
90.	CITY OF BREA	18059
91.	CITY OF DOWNEY	20252
92.	CITY OF ESCONDIDO	19552
93.	CITY OF GRAYLING	6489
94.	CITY OF LOS ANGELES, OFFICE OF FINANCE	19913
95.	CITY OF SANTA CLARITA	17939
96.	CLARK, IESHIA N	11979
97.	CLARK, SEAN	10634
98.	CMM, LLC	17906
99.	COBARRUBIAS, ANTONIA	7875
100.	COHEN , MICHAEL A	11993
101.	COHEN PATRICIA B	12178
102.	COLEMAN, MONTEZ	19503
103.	COLMENARES, EUFROSINA	3169
104.	COMERATE, SR., DOMINIC JOHN	4577
105.	COMSTOCK, KENNETH	13518
106.	CONNECTICUT NATURAL GAS CORPORATION	6607
107.	CONTI, BIAGIO	19151
108.	CONTINENTAL 51 FUND LIMITED PARTNERSHIP, A WISCONSIN LIMITED PARTNERSHIP	13168
109.	CORBETT, MADISON	15099
110.	CORBIN, SARAH	2466
111.	COUNTEE, LINDA C	10713
112.	COWARD, EVELYN	18838
113.	CRAFTS, JOHN M	14216
114.	CRAMER, TAMMY	9094
115.	CRAW, DEWEY A	13213
116.	CRUZ, ROSIE V	18683
117.	CULLITON, ANDREA M	11451
118.	D'AMBROSIO, MICHAEL	19143
119.	DANIEL, SHIRLEY	17671
120.	DANIELS, DOUGLAS P	18592
121.	DAVENPORT, JONATHAN DANIEL	1727
122.	DAVIES, CHRISTOPHER	18540
123.	DAVIS, CAROL B	14015
124.	DAVIS, KIMBERLY R	18931

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
125.	DAVIS, STEVEN E	5996
126.	DEAL, LUCILLE H	26152
127.	DEMARACO, JENNIFER	19299
128.	DENNIS, BEVERLY	20279
129.	DESAI, KAMLESH R	17229
130.	DEVORE, ALICIA A.	9786
131.	DI CICCIO, THOMAS	12065
132.	DIAZ JIMENEZ, JAVIER	18623
133.	DICKENSON, INGRID	14910
134.	DIFEBO, REBECCA L	12198
135.	DOHMAN, AMIE L	16354
136.	DOLLUS, GUITA	9685
137.	DONALD, BRITTON	10058
138.	DOOLEY, CARRIE R	11048
139.	DUCKSWORTH, CORDERO	15079
140.	DUCUSIN, ROWENA R	2206
141.	DULING, REVELLE T	10099
142.	DUNN, CAROL A	9921
143.	DUNN, LETISHA	18936
144.	DURHAM SUPPLY INC.	8434
145.	DURMMOND, DELOIS	19176
146.	EARNEST, SUSAN	14785
147.	EARNESTY, MISTY D	13714
148.	EDMONDS, JEROME C	17166
149.	EDWARDS, SIDNEY C	9438
150.	EJAZ, SUE L	14550
151.	ELDER, SARA E	16530
152.	EPIC DESIGNERS LIMITED	5961
153.	ESPINOZA, HECTOR	8622
154.	EVANS, DEBORAH L	6011
155.	FABER, CHARLES	10736
156.	FARTINI, MICHAEL	13396
157.	FATHI AZZALARAB LLC	17674
158.	FAVALE, JOSEPH	10237
159.	FENSTER, JOVI Z	11726
160.	FERGUSON, LAQUANDA	19118
161.	FERRAN, TIMOTHY ALAN	9077
162.	FERRI, LORRAINE M	10811
163.	FIDEL, BENARD	13556
164.	FIFERLICK, DAWN K	10013
165.	FLYNN, DENNIS	10765
166.	FORMAN, DARYLE	11386
167.	FORT COLLINS UTILITIES	19994
168.	FOX, CLARK L	3895
169.	FRANCIS, MILDRED	11762
170.	FRANCO MANUFACTURING CO., INC.	6912
171.	FRATRICH, STEPHEN J	11389
172.	FREDERICK HART CO. INC.	1619
173.	FREDERICK HART INC. DBA	1203
174.	FREDRICK, LINDA	18563
175.	FRED'S SMALL ENGINE REPAIR	11446
176.	FUELLING, TERRY	8302
177.	GABERT, JUDITH A	13135
178.	GARCIA, MARIA	6124
179.	GARTNER, JONATHAN C	13808
180.	GARVEN, EDWINA D	10538
181.	GATOR OESTE OWNER, LLC	7798
182.	GEARY, ELIZABETH S	10131
183.	GENERAL INTERNATIONAL POWER PRODUCTS, LLC	1751
184.	GEOG, CLINTON J	1713
185.	GILHUYS, MARSHA	11660
186.	GILLETTE, JEFFREY R	12239

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
187.	GLASSER-SCHWARTZ INVEST P/S PLAN	12131
188.	GODFREY, ANDREW C	11767
189.	GODFREY, ANDREW CARL	4932
190.	GOEHL, LAWANA R	11763
191.	GOKALDAS EXPORTS LTD.	20155
192.	GOLAY, LYNETTE R	14771
193.	GONZALEZ , MARTIN	13273
194.	GONZALEZ, ANA Y	19347
195.	GONZALEZ, HECTOR L.	18372
196.	GOODY PRODUCTS, SUBSIDIARY OF NEWELL BRANDS, INC.	6714
197.	GORIN, TRECI S	17721
198.	GRAFFEO, NICHOLAS	19092
199.	GREEN, CHAD E	19602
200.	GREEN, GEOFFREY K.	6261
201.	GREEN, SCOTT M	11994
202.	GREENUP, PAULA	16521
203.	GREER III, RUSSELL T	2330
204.	GREESON, JILLIAN J	18892
205.	GRIEGO, LORETTA S	9598
206.	GROGNO, HEIDI I	10595
207.	GROOME, DAVID A	10863
208.	GROUPON, INC.	14912
209.	GUERRA, JEAN M	13822
210.	GUTIERREZ, MIGUEL VARGAS	16363
211.	GUTIERREZ, RODRIGO A	19149
212.	GWENDOLYN, DAVIS	20265
213.	HAGEN, SARRA J	10403
214.	HAHN, CRAIG A	11014
215.	HALL, CAROLE A	12340
216.	HALL, REBECCA R	15002
217.	HALTER, SYLVIA	18880
218.	HAMEL, ALAN R	2257
219.	HAMILTON, JEFFREY	9537
220.	HAMM, MICHAEL	15066
221.	HAMMOCK, DONALD M	1980
222.	HAMOCK, DONALD M	9464
223.	HANESWORTH, DANIEL J	8126
224.	HARDING, EDWA	11971
225.	HAYES, ATISA	4390
226.	HEIVILIN, DEBRA J	10600
227.	HELMS, RODNEY E	5451
228.	HERNANDEZ, JOSE	17995
229.	HOAGLAND, AARON L	17066
230.	HOFMANN, JOSEPH A	13187
231.	HOLGUIN, SYLVIA	13245
232.	HOLLOWAY, FELICIA	9203
233.	HOLMES, CAROL	10437
234.	HONEYCUTT, AMY L	18914
235.	HORACIO, FURLONG	11964
236.	HOWARD, SANDRA	18860
237.	HUDAK, TRAVIS	2311
238.	HUDDLESTON, RAMONA	8572
239.	HUGHES, ALEXIS D	19673
240.	HULETT, IRENE C.	7669
241.	HULL, GRAYSON S.	14196
242.	HULL, GRAYSON S.	14284
243.	HYANNIS WATER SYSTEM	8133
244.	ILCO SITE REMEDIATION GROUP	15964
245.	ILLINOIS SCHOOL DISTRICT U-46	19977
246.	INGRAM, ASHLEY C	12601
247.	INTERNATIONAL DISTRIBUTORS DBA / SUMMIT INTERNATIONAL	20300
248.	ISOM, THOMAS	17400

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
249.	JACKSON, STEPHEN C.	6287
250.	JACKSON, WENDY	26480
251.	JACKSON, YVONNE	18617
252.	JACQUETEE, HENRY	20135
253.	JASPER MUNICIPAL UTILITIES	10311
254.	JAURE, NICOLE	19460
255.	JENNINGS, MICHELE L	15826
256.	JOHN E NEWMAN / GEORGETOWN PROPERTIES C/O JL & JE NEWMAN SL & ST NEWMAN	19414
257.	JOHNSON JEANNE	9769
258.	JOHNSON, CASEY	12523
259.	JOHNSON, KELLY L	15570
260.	JOHNSON, MAJOR W.	14700
261.	JOHNSON, MARILYN E	14549
262.	JOHNSON, VICKI M	16491
263.	JOHNSON, ZENOBIA L.	14352
264.	JONES, BETTY J	11593
265.	JONES, MARDA KAY	17163
266.	JONES, VINCENT L.	12575
267.	KAPPAROS, SANDY P	18976
268.	KAROOIANNIS, CHRISTINA I	19009
269.	KASPARIAN, LAUREEN A.	14480
270.	KASSNER, RACHEL A	11065
271.	KEENS SERVICES, INC.	9154
272.	KELLER, ROSEMARIE ELIZABETH	22578
273.	KELLUM, KIERRA A	12255
274.	KELLY, PEGGY	20515
275.	KEPAA, FAITH	12606
276.	KESSLER, JOAN	11950
277.	KILLINGER, FRED R	18774
278.	KOCANDA, CANDICE T	19678
279.	KOLLARIK CATHERINE L	9528
280.	KRISS, JANE	10586
281.	KRUSZEWSKI , FRANK M	11770
282.	KUNKEL SHARON M	13608
283.	LAGUATAN, ROXANNE S.	5410
284.	LAHEY, TIMOTHY P	10727
285.	LAM, CORNELL K	10771
286.	LANKFORD, DARYL G	11972
287.	LAPAS, ANNETTE	15093
288.	LAVALLEY, ALBERT	10534
289.	LAVRINOVICH YELENA	11675
290.	LAWSON, LINDA P	13700
291.	LECHNER, JAMES HAK SEON	12019
292.	LEDFORD, TESLA A	19644
293.	LEE, CHRISTOPHER B	2790
294.	LEE, VELVA	18784
295.	LENNOX, TIMOTHY ALLEN	17519
296.	LEVIN, EDGAR	9401
297.	LIBERTY MUTUAL INSURANCE COMPANY	14918
298.	LIRANZO, CARLOS A.	2846
299.	LISSER, ALEKSANDR	15076
300.	LOPEZ, JESSE	20329
301.	LOPEZ, SANDRA L	13687
302.	LOSCH, NANCY L.	18227
303.	LOURDES TAMONDONG	20558
304.	LU, XIAOCHANG	107
305.	MACAULAY, TERRY AND KEVIN	15580
306.	MACIAS KRISTINA J	9696
307.	MADISON SUBURBAN UTILITY DIST	12002
308.	MADISON SUBURBAN UTILITY DIST	12006
309.	MADISON SUBURBAN UTILITY DIST	12076
310.	MADISON SUBURBAN UTILITY DIST	12082

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
311.	MAHONEY, LUCY	10436
312.	MALEK, BARBARA J	12305
313.	MANCERA, JOSE E	17224
314.	MANGA MANUEL E	10371
315.	MANGIA-CUMMINGS, SUZZANN	26443
316.	MARIA DEL CONSUELO AVALOS DE GAYTAN	11324
317.	MARK PLAZA FIFTY L.P.	17340
318.	MARTIN, FLOR S	18911
319.	MARTIN, TAMESIA M	18764
320.	MARTINEZ, BELINDA	1997
321.	MARTINEZ, MARIA	18567
322.	MASTALERZ, ELLEN T	17079
323.	MATHISEN OPTOMETRY	19246
324.	MATIAS, ROBERTO	10394
325.	MCCAFFERY, DARLENE	3331
326.	MCCAMMITT, ROB L	9777
327.	MCCARSON, KIMBERLY	3082
328.	MCCARSON, KIMBERLY	9651
329.	MCGOWIN, JAY M	9001
330.	MCINTOSH, JULIE L.	12984
331.	MCINTOSH, TARA L	14821
332.	MCNEAL, SHEAKILA	13902
333.	MCNEELA, STEPHEN J	10698
334.	MCS HEMET VALLEY CENTER LLC	16308
335.	MEADORS, SAGE B	12212
336.	MEIXNER, RONALD J	2499
337.	MEJIA, ANGELICA M	16945
338.	MELLAS, CHARLES EDWARD	4686
339.	MERCADO, MARITZA	18844
340.	MERVIN, JAMES A	22593
341.	MIAMI-DADE COUNTY - RER-DERM	8425
342.	MIAMI-DADE COUNTY-DERM	8456
343.	MICKENS, ERRICA	15701
344.	MILLER, ANDREW	13549
345.	MILLS, WILLIE A	10972
346.	MITCHELL, SHANNON H.	23212
347.	MOBIN, MOHAMMAD	15053
348.	MONGE, ANA	19813
349.	MONROE , RICHARD	12175
350.	MOODY, SCHNEAKA	11999
351.	MOORE, JAN	13303
352.	MORGAN, JEFF E.	2799
353.	MORRIS, RUBY	26505
354.	MORRIS, STEVEN D.	9235
355.	MORROW, SANDRA	9441
356.	MOSSO, RONALD T.	12825
357.	MP HOLDINGS, LLC	19628
358.	MUELLER, KATHLEEN P	1966
359.	MURPHY, DARLENE	13612
360.	MUSSELMAN, THOMAS A	11722
361.	NAKAHARA, CATHERINE	17366
362.	NAVARRO, OSCAR	19388
363.	NDUNYU, MARTIN	8615
364.	NELSON, BRIAN L	7621
365.	NELSON, NELECIA	16742
366.	NELSON, WILLIE L	18628
367.	NEWAY INTERNATIONAL INC	11431
368.	NORTHWOODS SHOPPING CENTER, LLC	13355
369.	NY COMMUNITY FINANCIAL LLC	11027
370.	OESTREICH, EVAN R	17240
371.	OKAZAKI, MILTON F.	13336
372.	OLOF, LIDEN	10502

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
373.	ORNELAS, SYLVIA	20384
374.	OWENS, LORETTA	18760
375.	PACHECO, DONAJI	17118
376.	PAGE, KATRINA A	10792
377.	PAGONE, ELAINE	4912
378.	PARAGON CENTER, LLC	15762
379.	PARKE, STARR L	18211
380.	PARKS, ANTHONY J	11033
381.	PARKS, ANTHONY J.	11115
382.	PASTRANA, PEDRO J	20278
383.	PATTERSON, SHAWN	17647
384.	PEREZ ALMODOVAR, JOSE G	18855
385.	PEREZ, ROSARIO EDITH	6076
386.	PERLIK, CHERI	9037
387.	PERU K-M COMPANY, LLC	14851
388.	PICKNER, NANCY	13740
389.	POLISE, CONCETTA	6137
390.	POWELL, TANYA	14315
391.	PR FINANCING LIMITED PARTNERSHIP (FRANCIS SCOTT KEY)	19566
392.	PREMIER PRODUCTS LLC	10724
393.	PREUDHOMME, WENDY A	18192
394.	PRICE, HILISHA	18064
395.	RAINES, DANIELLE	18743
396.	RALOWSKI, MARY	10577
397.	RAMER MICHAEL L	11754
398.	RAMIREZ, NAYELI	15149
399.	RASCHE, SHANE	18697
400.	RELIFORD, ERMA	12282
401.	RHEAULT, STEVEN R	11498
402.	RHODE ISLAND TEXTILE CO	6674
403.	RICHARDSON CARLISLE, FLORENCE A.	22399
404.	RICHTER, SABRINA	12631
405.	RIVARD, ANDRE A	14461
406.	ROBERTSON, PIA	18095
407.	ROCKETT, DELLAREESE	14580
408.	RODRIGUEZ, RONALD G	11687
409.	ROGAL, ELIZABETH	10430
410.	ROGERS, DORIS	20147
411.	ROTH, JEFFREY E	10971
412.	ROUNDS, SHARON	16045
413.	ROUSSET, RUBEN	12633
414.	ROVETO, DIANE	10450
415.	RURAL KING REALTY, LLC	20191
416.	RURAL KING REALTY, LLC	20192
417.	RURAL KING REALTY, LLC	20198
418.	RURAL KING REALTY, LLC	20199
419.	RUSNAK, ROXANE N	14732
420.	RUTKOWSKI, JENNIFER M	14528
421.	SABOL, PAULA R	15789
422.	SACCO, ZAHILIA	13026
423.	SALAHUDDIN, SHAIFAH	16344
424.	SALAHUDDIN, SHAIFAH	16477
425.	SALAZAR, MARTHA	14212
426.	SANCHEZ, MERCEDES	19828
427.	SANDERS, VERNAIL C	19275
428.	SANTIAGO BRENDA	11251
429.	SAUER, ROLAND R	6514
430.	SHELL, DEBRA K	11639
431.	SCHMIDT, CHERYL D	15832
432.	SCHOGGINS, WENDY LARSON	5580
433.	SCHUMAN, LINDA	19632
434.	SCOTT HOBSON, TRUSTEE OF SCOTT HOBSON REVOCABLE TRUST	12755

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
435.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17559
436.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17697
437.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17922
438.	SECCO SHIRLEY A	13399
439.	SECCO, SHIRLEY A	14863
440.	SERRANO-ALATORRE, IRMA Y	15123
441.	SHINE NISHA	19539
442.	SHUSTER, DOUG	20274
443.	SIMPSON, CAMBRIA	14387
444.	WATKINS, CONYUS A	9084
445.	WAY STREET LLC	14458
446.	WEAKLEY, SARAH	8986
447.	WHITEMAK ASSOCIATES, A PENNSYLVANIA LIMITED PARTNERSHIP	13234
448.	WIEDEMANN, LINDA D	13131
449.	WIENM PROPERTIES	12516
450.	WILEY, ALAN	15735
451.	WILLETT, CHRISTOPHER J	18429
452.	WILLIAMS, DORIS	10572
453.	WILLIAMS, JOSEPH	8619
454.	WILLIAMS, MARJORIE	26439
455.	WOOD, DAVID DONALD	9765
456.	WRIGHT, MARQUELLA	15813



**Exhibit B**

**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re	: Chapter 11
	:
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	: Case No. 18-23538 (RDD)
	:
Debtors. <sup>1</sup>	: (Jointly Administered)
-----X	

ORDER GRANTING DEBTORS' THIRTY-SEVENTH  
OMNIBUS OBJECTION TO PROOFS OF CLAIM  
(RECLASSIFICATION)

Upon the *Debtors' Thirty-Seventh Omnibus Objection to Proofs of Claim (Reclassifying Claims)*, filed on October 19, 2021 (the “**Objection**”),<sup>2</sup> of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), pursuant to section 502 under title 11 of the United States Code (the “**Bankruptcy Code**”), and Rule 3007 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”), all as more fully set forth in the Objection; and the Bankruptcy Court having jurisdiction to consider the Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

<sup>2</sup> Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Objection.

of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Bankruptcy Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Objection having been provided, and it appearing that no other or further notice need be provided in accordance with the Amended Case Management Order; and such notice having been adequate and appropriate under the circumstances, and it appearing that other or further notice need be provided; and the Bankruptcy Court having held a hearing to consider the relief requested in the Objection on \_\_\_\_\_ (the “**Hearing**”); and upon the record of the Hearing, and upon all of the proceedings had before the Bankruptcy Court; and the Bankruptcy Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT**

1. The Objection is granted.
2. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each Proof of Claim listed on **Exhibit 1** annexed hereto and each asserted claim associated therewith (collectively, the “**Disputed Claims**”) is reclassified in its entirety to a general unsecured claim.
3. This Order shall not be deemed to waive, impair, release, or effect on any claims, causes of action the Debtors may hold against the Claimants, including but not limited to, claims under chapter 5 of the Bankruptcy Code, and all claims and causes of action against such Claimants shall be expressly preserved.
4. The rights of the Debtors to assert further objections to the Disputed Claims, in whole or in part, and on any basis, are fully preserved.
5. The Debtors, the Debtors’ claims and noticing agent, Prime Clerk, and the Clerk of this Bankruptcy Court are authorized to take all actions necessary or appropriate to give effect to this Order.

6. The terms and conditions of this Order are effective immediately upon entry.

Dated: \_\_\_\_\_, 2021  
White Plains, New York

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HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit 1**

**Disputed Claims**

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
1.	A&GS CONTRACTOR INC	12634
2.	A-1 FIXIT SHOP	11466
3.	ABRAMS, LAKISHA V.	14488
4.	ABREU, CECILIA	12791
5.	ABREU, CECILIA	13371
6.	ADAMO, CARA B	9433
7.	AGUILAR, DIANA	11078
8.	AGUINAGA, JOHNNY A	18851
9.	AIKINS, SCOTT RICHARD	20310
10.	ALBRIGHT, TARA CHAUNISE	776
11.	ALLEN, JOANESE R	16033
12.	ALLISON MATTIE L	10352
13.	ALOHILANI ORCHIDS, INC.	2362
14.	AMERICA'S FRESH FOODS, INC.	6067
15.	AMIAR, ABDELHAMID	18998
16.	ANDERSON, MARJORIE	14272
17.	ANDERSON, STACY	9843
18.	ANDERSON, SYLVIA	13788
19.	ANDREWS , JAMES E	16089
20.	ANTHONY, DORCAS D	15146
21.	ANTOINE, WEDY	6293
22.	ARELLANO, CASSANDRA	10310
23.	ARISPE, DORA A	15117
24.	ARIZPE, MARIA A	10490
25.	ARNOLD, GARY R	10578
26.	ASUELO, MARCIAL	14792
27.	ASUELO, MARCIAL	14410
28.	AUER, JOANN	18565
29.	BADDING, DORIS	15609
30.	BALOCAN, CORA	17630
31.	BARNES, HORACE	10670
32.	BARNES, UNA D	19627
33.	BARTON, SOPHIA A	12569
34.	BATEMAN, NAJAH	18439
35.	BEAM, JAMES A	9400
36.	BEEBE, ELIZABETH M	11657
37.	BELLO, SHAKIRUDEEN	10266
38.	BERGER, KIMBERLY N	19767
39.	BERTA, CINDY L	12945
40.	BETTS, RYAN R.	14695
41.	BISHOP, CHERYL	8963
42.	BLK PROPERTY VENTURES, LLC	17679
43.	BLUMBERG, MICHAEL	9319
44.	BOCANEGRA, JIMMY	8364
45.	BOCANEGRA, JIMMY	8409
46.	BOCANEGRA, JIMMY	8709
47.	BOCANEGRA, JIMMY	8880
48.	BOS, DANA E	15788
49.	BOS, DIANA	4763
50.	BRACKIN, ALICE B	11020
51.	BRADLEY, SUSAN KAY	11841
52.	BRADSHAW WESTWOOD TRUST	16451
53.	BRANTLEY, MARJORIE	10390
54.	BRESCH, JAMES E.	20084
55.	BRESCHER, JAMIE	12568
56.	BREWER, SHEILA	9546
57.	BROADNAX , JACQUELINE D	13627
58.	BRONSON, MARISSA A	8957
59.	BROOKINS SR, LORNE	9860
60.	BROWNE, MARILYN	19055
61.	BRUNSTING, BLAIR	4518
62.	BURNS, AMY	9100

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
63.	BUTI, JUDITH L.	21621
64.	BV USA ENTERPRISES INC	2060
65.	BV USA ENTERPRISES INC.	294
66.	BV USA ENTERPRISES INC.	297
67.	BYRD, JUREEM K	12681
68.	CAITO FOODS, LLC	12395
69.	CALI CHIC	11037
70.	CALN TOWNSHIP	9622
71.	CALVIN, ANTHONY	8966
72.	CAMPBELL, CHRISTOPHER M	10633
73.	CANAS, ESTHER M.	13588
74.	CAPITAL BUILDING SERVICES GROUP, INC	17587
75.	CAPITAL BUILDING SERVICES GROUP, INC	18327
76.	CAPITAL BUILDING SERVICES GROUP, INC	18726
77.	CAPITAL BUILDING SERVICES GROUP, INC.	18081
78.	CAPITAL BUILDING SERVICES GROUP, INC.	18090
79.	CARBALLO, MANUELITA	15256
80.	CARIBBEAN LOTTERY SERVICES	3595
81.	CAROL, NAUD	11294
82.	CARTER, WILLIAM	12737
83.	CEVASCO, CLARA L.	11293
84.	CHANNEY, JUWAN	19986
85.	CHAPMAN, DEBRA	14779
86.	CHAVEZ, OMAR	13504
87.	CHERRY, JADA	13939
88.	CHILES, JUANITA H	19086
89.	CHIN, KARL A	17914
90.	CITY OF BREA	18059
91.	CITY OF DOWNEY	20252
92.	CITY OF ESCONDIDO	19552
93.	CITY OF GRAYLING	6489
94.	CITY OF LOS ANGELES, OFFICE OF FINANCE	19913
95.	CITY OF SANTA CLARITA	17939
96.	CLARK, IESHIA N	11979
97.	CLARK, SEAN	10634
98.	CMM, LLC	17906
99.	COBARRUBIAS, ANTONIA	7875
100.	COHEN , MICHAEL A	11993
101.	COHEN PATRICIA B	12178
102.	COLEMAN, MONTEZ	19503
103.	COLMENARES, EUFROSINA	3169
104.	COMERATE, SR., DOMINIC JOHN	4577
105.	COMSTOCK, KENNETH	13518
106.	CONNECTICUT NATURAL GAS CORPORATION	6607
107.	CONTI, BIAGIO	19151
108.	CONTINENTAL 51 FUND LIMITED PARTNERSHIP, A WISCONSIN LIMITED PARTNERSHIP	13168
109.	CORBETT, MADISON	15099
110.	CORBIN, SARAH	2466
111.	COUNTEE, LINDA C	10713
112.	COWARD, EVELYN	18838
113.	CRAFTS, JOHN M	14216
114.	CRAMER, TAMMY	9094
115.	CRAW, DEWEY A	13213
116.	CRUZ, ROSIE V	18683
117.	CULLITON, ANDREA M	11451
118.	D'AMBROSIO, MICHAEL	19143
119.	DANIEL, SHIRLEY	17671
120.	DANIELS, DOUGLAS P	18592
121.	DAVENPORT, JONATHAN DANIEL	1727
122.	DAVIES, CHRISTOPHER	18540
123.	DAVIS, CAROL B	14015
124.	DAVIS, KIMBERLY R	18931

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
125.	DAVIS, STEVEN E	5996
126.	DEAL, LUCILLE H	26152
127.	DEMARACO, JENNIFER	19299
128.	DENNIS, BEVERLY	20279
129.	DESAI, KAMLESH R	17229
130.	DEVORE, ALICIA A.	9786
131.	DI CICCIO, THOMAS	12065
132.	DIAZ JIMENEZ, JAVIER	18623
133.	DICKENSON, INGRID	14910
134.	DIFEBO, REBECCA L	12198
135.	DOHMAN, AMIE L	16354
136.	DOLLUS, GUITA	9685
137.	DONALD, BRITTON	10058
138.	DOOLEY, CARRIE R	11048
139.	DUCKSWORTH, CORDERO	15079
140.	DUCUSIN, ROWENA R	2206
141.	DULING, REVELLE T	10099
142.	DUNN, CAROL A	9921
143.	DUNN, LETISHA	18936
144.	DURHAM SUPPLY INC.	8434
145.	DURMMOND, DELOIS	19176
146.	EARNEST, SUSAN	14785
147.	EARNESTY, MISTY D	13714
148.	EDMONDS, JEROME C	17166
149.	EDWARDS, SIDNEY C	9438
150.	EJAZ, SUE L	14550
151.	ELDER, SARA E	16530
152.	EPIC DESIGNERS LIMITED	5961
153.	ESPINOZA, HECTOR	8622
154.	EVANS, DEBORAH L	6011
155.	FABER, CHARLES	10736
156.	FARTINI, MICHAEL	13396
157.	FATHI AZZALARAB LLC	17674
158.	FAVALE, JOSEPH	10237
159.	FENSTER, JOVI Z	11726
160.	FERGUSON, LAQUANDA	19118
161.	FERRAN, TIMOTHY ALAN	9077
162.	FERRI, LORRAINE M	10811
163.	FIDEL, BENARD	13556
164.	FIFERLICK, DAWN K	10013
165.	FLYNN, DENNIS	10765
166.	FORMAN, DARYLE	11386
167.	FORT COLLINS UTILITIES	19994
168.	FOX, CLARK L	3895
169.	FRANCIS, MILDRED	11762
170.	FRANCO MANUFACTURING CO., INC.	6912
171.	FRATRICH, STEPHEN J	11389
172.	FREDERICK HART CO. INC.	1619
173.	FREDERICK HART INC. DBA	1203
174.	FREDRICK, LINDA	18563
175.	FRED'S SMALL ENGINE REPAIR	11446
176.	FUELLING, TERRY	8302
177.	GABERT, JUDITH A	13135
178.	GARCIA, MARIA	6124
179.	GARTNER, JONATHAN C	13808
180.	GARVEN, EDWINA D	10538
181.	GATOR OESTE OWNER, LLC	7798
182.	GEARY, ELIZABETH S	10131
183.	GENERAL INTERNATIONAL POWER PRODUCTS, LLC	1751
184.	GEOG, CLINTON J	1713
185.	GILHUYS, MARSHA	11660
186.	GILLETTE, JEFFREY R	12239



**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
187.	GLASSER-SCHWARTZ INVEST P/S PLAN	12131
188.	GODFREY, ANDREW C	11767
189.	GODFREY, ANDREW CARL	4932
190.	GOEHL, LAWANA R	11763
191.	GOKALDAS EXPORTS LTD.	20155
192.	GOLAY, LYNETTE R	14771
193.	GONZALEZ , MARTIN	13273
194.	GONZALEZ, ANA Y	19347
195.	GONZALEZ, HECTOR L.	18372
196.	GOODY PRODUCTS, SUBSIDIARY OF NEWELL BRANDS, INC.	6714
197.	GORIN, TRECI S	17721
198.	GRAFFEO, NICHOLAS	19092
199.	GREEN, CHAD E	19602
200.	GREEN, GEOFFREY K.	6261
201.	GREEN, SCOTT M	11994
202.	GREENUP, PAULA	16521
203.	GREER III, RUSSELL T	2330
204.	GREESON, JILLIAN J	18892
205.	GRIEGO, LORETTA S	9598
206.	GROGNO, HEIDI I	10595
207.	GROOME, DAVID A	10863
208.	GROUPON, INC.	14912
209.	GUERRA, JEAN M	13822
210.	GUTIERREZ, MIGUEL VARGAS	16363
211.	GUTIERREZ, RODRIGO A	19149
212.	GWENDOLYN, DAVIS	20265
213.	HAGEN, SARRA J	10403
214.	HAHN, CRAIG A	11014
215.	HALL, CAROLE A	12340
216.	HALL, REBECCA R	15002
217.	HALTER, SYLVIA	18880
218.	HAMEL, ALAN R	2257
219.	HAMILTON, JEFFREY	9537
220.	HAMM, MICHAEL	15066
221.	HAMMOCK, DONALD M	1980
222.	HAMOCK, DONALD M	9464
223.	HANESWORTH, DANIEL J	8126
224.	HARDING, EDWA	11971
225.	HAYES, ATISA	4390
226.	HEIVILIN, DEBRA J	10600
227.	HELMS, RODNEY E	5451
228.	HERNANDEZ, JOSE	17995
229.	HOAGLAND, AARON L	17066
230.	HOFMANN, JOSEPH A	13187
231.	HOLGUIN, SYLVIA	13245
232.	HOLLOWAY, FELICIA	9203
233.	HOLMES, CAROL	10437
234.	HONEYCUTT, AMY L	18914
235.	HORACIO, FURLONG	11964
236.	HOWARD, SANDRA	18860
237.	HUDAK, TRAVIS	2311
238.	HUDDLESTON, RAMONA	8572
239.	HUGHES, ALEXIS D	19673
240.	HULETT, IRENE C.	7669
241.	HULL, GRAYSON S.	14196
242.	HULL, GRAYSON S.	14284
243.	HYANNIS WATER SYSTEM	8133
244.	ILCO SITE REMEDIATION GROUP	15964
245.	ILLINOIS SCHOOL DISTRICT U-46	19977
246.	INGRAM, ASHLEY C	12601
247.	INTERNATIONAL DISTRIBUTORS DBA / SUMMIT INTERNATIONAL	20300
248.	ISOM, THOMAS	17400

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
249.	JACKSON, STEPHEN C.	6287
250.	JACKSON, WENDY	26480
251.	JACKSON, YVONNE	18617
252.	JACQUETEE, HENRY	20135
253.	JASPER MUNICIPAL UTILITIES	10311
254.	JAURE, NICOLE	19460
255.	JENNINGS, MICHELE L	15826
256.	JOHN E NEWMAN / GEORGETOWN PROPERTIES C/O JL & JE NEWMAN SL & ST NEWMAN	19414
257.	JOHNSON JEANNE	9769
258.	JOHNSON, CASEY	12523
259.	JOHNSON, KELLY L	15570
260.	JOHNSON, MAJOR W.	14700
261.	JOHNSON, MARILYN E	14549
262.	JOHNSON, VICKI M	16491
263.	JOHNSON, ZENOBIA L.	14352
264.	JONES, BETTY J	11593
265.	JONES, MARDAY KAY	17163
266.	JONES, VINCENT L.	12575
267.	KAPPAROS, SANDY P	18976
268.	KAROOIANNIS, CHRISTINA I	19009
269.	KASPARIAN, LAUREEN A.	14480
270.	KASSNER, RACHEL A	11065
271.	KEENS SERVICES, INC.	9154
272.	KELLER, ROSEMARIE ELIZABETH	22578
273.	KELLUM, KIERRA A	12255
274.	KELLY, PEGGY	20515
275.	KEPAA, FAITH	12606
276.	KESSLER, JOAN	11950
277.	KILLINGER, FRED R	18774
278.	KOCANDA, CANDICE T	19678
279.	KOLLARIK CATHERINE L	9528
280.	KRISS, JANE	10586
281.	KRUSZEWSKI , FRANK M	11770
282.	KUNKEL SHARON M	13608
283.	LAGUATAN, ROXANNE S.	5410
284.	LAHEY, TIMOTHY P	10727
285.	LAM, CORNELL K	10771
286.	LANKFORD, DARYL G	11972
287.	LAPAS, ANNETTE	15093
288.	LAVALLEY, ALBERT	10534
289.	LAVRINOVICH YELENA	11675
290.	LAWSON, LINDA P	13700
291.	LECHNER, JAMES HAK SEON	12019
292.	LEDFORD, TESLA A	19644
293.	LEE, CHRISTOPHER B	2790
294.	LEE, VELVA	18784
295.	LENNOX, TIMOTHY ALLEN	17519
296.	LEVIN, EDGAR	9401
297.	LIBERTY MUTUAL INSURANCE COMPANY	14918
298.	LIRANZO, CARLOS A.	2846
299.	LISSER, ALEKSANDR	15076
300.	LOPEZ, JESSE	20329
301.	LOPEZ, SANDRA L	13687
302.	LOSCH, NANCY L.	18227
303.	LOURDES TAMONDONG	20558
304.	LU, XIAOCHANG	107
305.	MACAULAY, TERRY AND KEVIN	15580
306.	MACIAS KRISTINA J	9696
307.	MADISON SUBURBAN UTILITY DIST	12002
308.	MADISON SUBURBAN UTILITY DIST	12006
309.	MADISON SUBURBAN UTILITY DIST	12076
310.	MADISON SUBURBAN UTILITY DIST	12082

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
311.	MAHONEY, LUCY	10436
312.	MALEK, BARBARA J	12305
313.	MANCERA, JOSE E	17224
314.	MANGA MANUEL E	10371
315.	MANGIA-CUMMINGS, SUZZANN	26443
316.	MARIA DEL CONSUELO AVALOS DE GAYTAN	11324
317.	MARK PLAZA FIFTY L.P.	17340
318.	MARTIN, FLOR S	18911
319.	MARTIN, TAMESIA M	18764
320.	MARTINEZ, BELINDA	1997
321.	MARTINEZ, MARIA	18567
322.	MASTALERZ, ELLEN T	17079
323.	MATHISEN OPTOMETRY	19246
324.	MATIAS, ROBERTO	10394
325.	MCCAFFERY, DARLENE	3331
326.	MCCAMMITT, ROB L	9777
327.	MCCARSON, KIMBERLY	3082
328.	MCCARSON, KIMBERLY	9651
329.	MCGOWIN, JAY M	9001
330.	MCINTOSH, JULIE L.	12984
331.	MCINTOSH, TARA L	14821
332.	MCNEAL, SHEAKILA	13902
333.	MCNEELA, STEPHEN J	10698
334.	MCS HEMET VALLEY CENTER LLC	16308
335.	MEADORS, SAGE B	12212
336.	MEIXNER, RONALD J	2499
337.	MEJIA, ANGELICA M	16945
338.	MELLAS, CHARLES EDWARD	4686
339.	MERCADO, MARITZA	18844
340.	MERVIN, JAMES A	22593
341.	MIAMI-DADE COUNTY - RER-DERM	8425
342.	MIAMI-DADE COUNTY-DERM	8456
343.	MICKENS, ERRICA	15701
344.	MILLER, ANDREW	13549
345.	MILLS, WILLIE A	10972
346.	MITCHELL, SHANNON H.	23212
347.	MOBIN, MOHAMMAD	15053
348.	MONGE, ANA	19813
349.	MONROE , RICHARD	12175
350.	MOODY, SCHNEAKA	11999
351.	MOORE, JAN	13303
352.	MORGAN, JEFF E.	2799
353.	MORRIS, RUBY	26505
354.	MORRIS, STEVEN D.	9235
355.	MORROW, SANDRA	9441
356.	MOSSO, RONALD T.	12825
357.	MP HOLDINGS, LLC	19628
358.	MUELLER, KATHLEEN P	1966
359.	MURPHY, DARLENE	13612
360.	MUSSELMAN, THOMAS A	11722
361.	NAKAHARA, CATHERINE	17366
362.	NAVARRO, OSCAR	19388
363.	NDUNYU, MARTIN	8615
364.	NELSON, BRIAN L	7621
365.	NELSON, NELECIA	16742
366.	NELSON, WILLIE L	18628
367.	NEWAY INTERNATIONAL INC	11431
368.	NORTHWOODS SHOPPING CENTER, LLC	13355
369.	NY COMMUNITY FINANCIAL LLC	11027
370.	OESTREICH, EVAN R	17240
371.	OKAZAKI, MILTON F.	13336
372.	OLOF, LIDEN	10502

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
373.	ORNELAS, SYLVIA	20384
374.	OWENS, LORETTA	18760
375.	PACHECO, DONAJI	17118
376.	PAGE, KATRINA A	10792
377.	PAGONE, ELAINE	4912
378.	PARAGON CENTER, LLC	15762
379.	PARKE, STARR L	18211
380.	PARKS, ANTHONY J	11033
381.	PARKS, ANTHONY J.	11115
382.	PASTRANA, PEDRO J	20278
383.	PATTERSON, SHAWN	17647
384.	PEREZ ALMODOVAR, JOSE G	18855
385.	PEREZ, ROSARIO EDITH	6076
386.	PERLIK, CHERI	9037
387.	PERU K-M COMPANY, LLC	14851
388.	PICKNER, NANCY	13740
389.	POLISE, CONCETTA	6137
390.	POWELL, TANYA	14315
391.	PR FINANCING LIMITED PARTNERSHIP (FRANCIS SCOTT KEY)	19566
392.	PREMIER PRODUCTS LLC	10724
393.	PREUDHOMME, WENDY A	18192
394.	PRICE, HILISHA	18064
395.	RAINES, DANIELLE	18743
396.	RALOWSKI, MARY	10577
397.	RAMER MICHAEL L	11754
398.	RAMIREZ, NAYELI	15149
399.	RASCHE, SHANE	18697
400.	RELIFORD, ERMA	12282
401.	RHEAULT, STEVEN R	11498
402.	RHODE ISLAND TEXTILE CO	6674
403.	RICHARDSON CARLISLE, FLORENCE A.	22399
404.	RICHTER, SABRINA	12631
405.	RIVARD, ANDRE A	14461
406.	ROBERTSON, PIA	18095
407.	ROCKETT, DELLAREESE	14580
408.	RODRIGUEZ, RONALD G	11687
409.	ROGAL, ELIZABETH	10430
410.	ROGERS, DORIS	20147
411.	ROTH, JEFFREY E	10971
412.	ROUNDS, SHARON	16045
413.	ROUSSET, RUBEN	12633
414.	ROVETO, DIANE	10450
415.	RURAL KING REALTY, LLC	20191
416.	RURAL KING REALTY, LLC	20192
417.	RURAL KING REALTY, LLC	20198
418.	RURAL KING REALTY, LLC	20199
419.	RUSNAK, ROXANE N	14732
420.	RUTKOWSKI, JENNIFER M	14528
421.	SABOL, PAULA R	15789
422.	SACCO, ZAHILIA	13026
423.	SALAHUDDIN, SHAIFAH	16344
424.	SALAHUDDIN, SHAIFAH	16477
425.	SALAZAR, MARTHA	14212
426.	SANCHEZ, MERCEDES	19828
427.	SANDERS, VERNAIL C	19275
428.	SANTIAGO BRENDA	11251
429.	SAUER, ROLAND R	6514
430.	SHELL, DEBRA K	11639
431.	SCHMIDT, CHERYL D	15832
432.	SCHOGGINS, WENDY LARSON	5580
433.	SCHUMAN, LINDA	19632
434.	SCOTT HOBSON, TRUSTEE OF SCOTT HOBSON REVOCABLE TRUST	12755

**Debtors' Thirty-Seventh Omnibus Objection to Claims**  
**Exhibit 1 - Disputed Claims**

Schedule of Disputed Claims to be Reclassified		
Ref #	Disputed Claims	Affected Proof of Claim No.
435.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17559
436.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17697
437.	SCREEN ACTORS GUILD-AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS	17922
438.	SECCO SHIRLEY A	13399
439.	SECCO, SHIRLEY A	14863
440.	SERRANO-ALATORRE, IRMA Y	15123
441.	SHINE NISHA	19539
442.	SHUSTER, DOUG	20274
443.	SIMPSON, CAMBRIA	14387
444.	WATKINS, CONYUS A	9084
445.	WAY STREET LLC	14458
446.	WEAKLEY, SARAH	8986
447.	WHITEMAK ASSOCIATES, A PENNSYLVANIA LIMITED PARTNERSHIP	13234
448.	WIEDEMANN, LINDA D	13131
449.	WIENM PROPERTIES	12516
450.	WILEY, ALAN	15735
451.	WILLETT, CHRISTOPHER J	18429
452.	WILLIAMS, DORIS	10572
453.	WILLIAMS, JOSEPH	8619
454.	WILLIAMS, MARJORIE	26439
455.	WOOD, DAVID DONALD	9765
456.	WRIGHT, MARQUELLA	15813